

BRISTOL MYERS SQUIBB CO
Form 3
June 01, 2007

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section
30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *		2. Date of Event Requiring Statement	3. Issuer Name and Ticker or Trading Symbol	
Â Zito Robert T		(Month/Day/Year)	BRISTOL MYERS SQUIBB CO [(BMY)]	
(Last)	(First)	(Middle)	05/24/2007	
345 PARK AVENUE			4. Relationship of Reporting Person(s) to Issuer	5. If Amendment, Date Original Filed(Month/Day/Year)
(Street)			(Check all applicable)	
NEW YORK,Â NYÂ 10154			<input type="checkbox"/> Director <input type="checkbox"/> 10% Owner	6. Individual or Joint/Group Filing(Check Applicable Line)
(City)	(State)	(Zip)	<input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other	<input checked="" type="checkbox"/> Form filed by One Reporting Person
			(give title below) (specify below)	<input type="checkbox"/> Form filed by More than One Reporting Person
			SVP & Chief Comm Officer	

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock, \$0.10 par value	26,108.5 ⁽¹⁾	D	Â
Common Stock, \$0.10 par value	767.71 ⁽²⁾	I	By BMY Savings & Investment Program

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

SEC 1473 (7-02)

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Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)	3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)	4. Conversion or Exercise Price of	5. Ownership Form of Derivative	6. Nature of Indirect Beneficial Ownership (Instr. 5)
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	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Derivative Security	Security: Direct (D) or Indirect (I) (Instr. 5)	
Option (right to buy)	Â (3)	08/01/2014	Common Stock, \$0.10 par value	40,000	\$ 23.04	D	Â
Executive Option (right to buy)	Â (4)	02/28/2015	Common Stock, \$0.10 par value	38,667	\$ 25.45	D	Â
Executive Option (right to buy)	Â (5)	03/06/2016	Common Stock, \$0.10 par value	32,300	\$ 22.73	D	Â
Executive Option (right to buy)	Â (6)	11/30/2016	Common Stock, \$0.10 par value	100,000	\$ 24.74	D	Â
Executive Option (right to buy)	Â (7)	03/05/2017	Common Stock, \$0.10 par value	39,010	\$ 27.01	D	Â
Restricted Stock Units	Â (8)	Â (8)	Common Stock, \$0.10 par value	9,750	\$ (9)	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Zito Robert T 345 PARK AVENUE NEW YORK, NY 10154	Â	Â	Â SVP & Chief Comm Officer	Â

Signatures

/s/ Zito, Robert T. 05/31/2007

**Signature of Reporting Person

Date

Explanation of Responses:

* If the form is filed by more than one reporting person, *see* Instruction 5(b)(v).

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

- (1) Includes 24,144 shares of unvested restricted stock and 503.5 shares held in a joint account with spouse.
- (2) Based on a plan statement as of the end of the most recent fiscal quarter.
- (3) 20,000 shares are currently exercisable. An additional 10,000 shares will become exercisable on each of August 2, 2007 and August 2, 2008.
- (4) 19,333 shares are currently exercisable. An additional 9,667 shares will become exercisable on each of March 1, 2008 and March 1, 2009.
- (5) 8,075 shares are currently exercisable. An additional 8,075 shares will become exercisable on each of March 7, 2008, March 7, 2009 and March 7, 2010.
- (6) One-third of the options will become exercisable on each of December 1, 2009, December 1, 2010 and December 1, 2011.
Option is not exercisable until the closing share price of common stock achieves a price of at least 15% above the option grant price and
- (7) remains at that price for seven consecutive trading days. 25% of the shares vest annually, on a cumulative basis, on March 6, 2008, March 6, 2009, March 6, 2010 and March 6, 2011.
- (8) One-third of the restricted stock units will vest on each of March 6, 2010, March 6, 2011 and March 6, 2012 and will be converted into shares of common stock.
- (9) Each restricted stock unit converts into one share of common stock upon vesting.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure.

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